

UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF MICHIGAN
SOUTHERN DIVISION

In re

CITY OF DETROIT, MICHIGAN,

Debtor.

Chapter 9

Case No. 13-53846

Hon. Steven W. Rhodes

**NOTICE OF PROPOSED ORDER APPROVING THE FIRST AMENDED
STIPULATION MODIFYING CERTAIN PLAN DISCOVERY AND
PLEADING DEADLINES FOR CERTAIN NON-DEBTOR PARTIES**

PLEASE TAKE NOTICE OF THE FOLLOWING:

The Official Committee of Retirees of the City of Detroit, Michigan (the “Committee”) has filed a proposed order approving the First Amended Stipulation Modifying Certain Plan Discovery and Pleading Deadlines for Certain Non-Debtor Parties, by and between by the City of Detroit, the Committee, the General Retirement System for the City of Detroit, the Police and Fire Retirement System for the City of Detroit, Michigan Council 25 of the American Federation of State, County & Municipal Employees, AFL-CIO and Sub-Chapter 98, City of Detroit Retirees, Retired Detroit Police and Fire Fighters Association, Detroit Retired City

Employees Association, Detroit Police Lieutenants and Sergeants Association, and Detroit Police Command Officers Association, attached hereto as Exhibit 1.

Dated: June 20, 2014

Respectfully submitted,

By: /s/ Sam Alberts

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Attorneys for the Official Committee of Retirees of the City of Detroit, Michigan

CERTIFICATE OF SERVICE

I, Sam Alberts, hereby certify that the foregoing document was filed and served via the Court's electronic case filing and noticing system on June 20, 2014.

By: */s/ Sam Alberts*
Sam Alberts

EXHIBIT 1

Proposed Order

UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF MICHIGAN
SOUTHERN DIVISION

In re

CITY OF DETROIT, MICHIGAN,

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Chapter 9

Case No. 13-53846

Hon. Steven W. Rhodes

**ORDER APPROVING THE FIRST AMENDED STIPULATION
MODIFYING CERTAIN PLAN DISCOVERY AND PLEADING
DEADLINES FOR CERTAIN NON-DEBTOR PARTIES**

The First Amended Stipulation Modifying Certain Plan Discovery and Pleading Deadlines for Certain Non-Debtor Parties (the “Amended Stipulation”), attached hereto as **Exhibit A**, having been entered into by the City of Detroit, the Official Committee of Retirees appointed in the above-captioned chapter 9 case, the General Retirement System for the City of Detroit, the Police and Fire Retirement System for the City of Detroit, Michigan Council 25 of the American Federation of State, County & Municipal Employees, AFL-CIO and Sub-Chapter 98, City of Detroit Retirees, Retired Detroit Police and Fire Fighters Association, Detroit Retired City Employees Association, Detroit Police Lieutenants and Sergeants Association, and Detroit Police Command Officers Association, amending that certain Stipulation approved by Order of the Court entered on May

9, 2014 [Docket No. 4587]; the Court having reviewed the Amended Stipulation; and the Court being fully advised in the premises;

IT IS HEREBY ORDERED THAT:

1. The Amended Stipulation is APPROVED.

EXHIBIT A

First Amended Stipulation

UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF MICHIGAN
SOUTHERN DIVISION

In re

CITY OF DETROIT, MICHIGAN,

Debtor.

Chapter 9

Case No. 13-53846

Hon. Steven W. Rhodes

**FIRST AMENDED STIPULATION MODIFYING CERTAIN
PLAN DISCOVERY AND PLEADING DEADLINES FOR CERTAIN
NON-DEBTOR PARTIES**

This First Amended Stipulation is made by and among the City of Detroit (the “City”) on the one hand and, on the other, the Official Committee of Retirees appointed in the above-captioned Chapter 9 case (the “Retiree Committee”) General Retirement System for the City of Detroit (“GRS”), Police and Fire Retirement System for the City of Detroit (“PFRS”), Michigan Council 25 of the American Federation of State, County & Municipal Employees, AFL-CIO and Sub-Chapter 98, City of Detroit Retirees (“AFSCME”), Retired Detroit Police and Fire Fighters Association (“RDPFFA”), Detroit Retired City Employees Association (“DRCEA”), Detroit Police Lieutenants and Sergeants Association (“DPLSA”), and Detroit Police Command Officers Association (“DPCOA” and, collectively with the Retiree Committee, GRS, PFRS, AFSCME, RDPFFA, DPLSA, and DRCEA, the “Non-City Parties”). The City and the Non-City Parties

shall be referred to collectively as the “Parties.” By and through each of their undersigned counsel, the Parties have reached an agreement with respect to, and request the entry of an order approving, the following:

RECITALS

A. The City has reached agreements or agreements in principle with each of the Non-City Parties regarding the treatment of “Pension Claims” and/or “OPEB Claims” (as such terms are defined in the Fourth Amended Plan for the Adjustment of Debts of the City of Detroit (May 5, 2014) (Docket No. 4392) (the “Plan”))¹ as described in the Plan and/or the Disclosure Statement, provided that (1) both Classes 10 and 11 vote to accept the Plan (and, with respect to certain of the Non-City Parties, Class 12); and (2) the funding contemplated by the State Contribution Agreement and the DIA Settlement is actually committed, subject to the fulfillment of the conditions that accompany such funding (the “Funding Commitments”). Nothing herein is intended to alter, amend, or expand those agreements or agreements in principle.

B. The Parties executed a stipulation dated May 9, 2014 (the “Original Stipulation”) that modified certain deadlines established by this Court’s Fourth Amended Order Establishing Procedures, Deadlines and Hearing Dates Relating to the Debtor’s Plan of Adjustment (Docket No. 4202) (the “Fourth Amended

¹ Capitalized terms not otherwise defined herein have the meanings given to them in the Plan or in the Original Stipulation.

Scheduling Order”). The Original Stipulation was approved by Order of the Court entered on May 9, 2014 (Docket No. 4587). The Original Stipulation contained dates for the Non-City Parties to file and serve various papers and pleadings including objections to confirmation and expert reports, which dates varied depending on certain contingencies, names (a) the “Funding Commitments” and (b) Classes 10, 11 and 12 support for the Plan.

D. On June 9, 2014, the Court entered its Fifth Amended Order Establishing Procedures, Deadlines and Hearing Dates Relating to the Debtor’s Plan of Adjustment (Docket No. 5259) (the “Fifth Amended Scheduling Order”).

F. The City avers that the DIA and all Foundation Funders under the DIA Settlement term sheet attached as Exhibit I.A.91 to the Plan have met their obligations for the Funding Commitments as set forth in the Original Stipulation and that their Funding Commitments will be fully satisfied by June 20, 2014, the date when the Governor of Michigan is scheduled to execute legislation approving the State’s contribution.

G. At present, voting on acceptance or rejection of the Plan by Classes 10, 11, and 12 is ongoing and is scheduled to continue to July 11, 2014. The official tally of such vote is scheduled to be filed with the Court on July 21, 2014.

H. In light of the above circumstances, the Parties have agreed to seek certain revised deadlines set forth in the Original Stipulation.

STIPULATION

NOW, THEREFORE, it is hereby stipulated and agreed by and among the Parties, through their undersigned counsel:

1. For purposes of the Amended Stipulation only, the Funding Commitments will be deemed to have occurred if the Governor of the State of Michigan executes legislation to enact state funding for the State Contribution Agreement on or before June 20, 2014.
2. If the Funding Commitments do not occur on or before June 20, 2014, the Non-City Parties shall have (a) until June 30, 2014 to file their respective (i) objections to confirmation of the Plan and (ii) fact witness lists, and (b) until July 22, 2014 to serve their respective expert reports.
3. If the Funding Commitments occur on or before June 20, 2014, the Non-City Parties shall have until: (a) June 30, 2014 to submit to the City but not file their respective conditional objections to the plan, (b) June 30, 2014 to submit to the City but not file or serve their fact witness lists in conditional opposition to the Plan, (c) June 30, 2014 to file and serve their fact witness lists in support of the Plan, and (d) July 22, 2014 to file and serve their expert reports.
4. If, on or before July 21, 2014, (a) the Plan is materially modified to the detriment of Holders of Claims in Classes 10, 11, or 12, or (b) a tally of votes is filed in the Court showing that any of Classes 10, 11, or 12 has voted to reject the

Plan, then any of the Non-City Parties may, no later than July 22, 2014, file in Court and serve on non-City parties: (a) final objections to confirmation, (b) their expert reports, and (c) their witness lists opposing confirmation.

5. If, on or before July 21, 2014, a tally of votes is filed in the Court showing that (a) Classes 10, 11, and 12 have voted to accept the Plan and (b) the Plan has not been materially modified to the detriment of Holders of Claims in Class 10, 11, or 12, then any of the Non-City Parties may, no later than July 22, 2014, file in Court their expert reports and file in Court their witness lists and briefs supporting confirmation.

6. If Class 10, 11, or 12 votes to reject the Plan, any of the Parties may raise further timing issues with the Court at the final pretrial conference.

7. In the event the Non-City Parties file an expert report in opposition to the Plan, the City shall complete all depositions of expert witnesses disclosed by the Non-City Parties by August 9, 2014. The deposition period is likewise extended for the City to August 9, 2014 as to any non-expert witness of a Non-City Party who files a final objection to the Plan.

8. Upon approval by the Court, this Second Stipulation supersedes any conflicting deadlines articulated in the Original Stipulation, ¶¶ 1, 2, 3, 5, 8, and 10, and in the Fifth Amended Scheduling Order, ¶¶ 5, and 12. To the extent not

expressly modified by this Amended Stipulation, all other dates in the Original Stipulation remain unchanged.

9. Paragraph 15 of the Court's Fifth Amended Scheduling Order adopts and approves of the deadlines contained in the Original Stipulation. That Paragraph is hereby amended to adopt and approve of the terms of this Amended Stipulation and the deadlines contained or incorporated herein.

10. The terms of this Amended Stipulation may be amended, modified, or supplemented only as agreed in writing by the Parties and by further order of this Court.

11. Any reference to the Fourth Amended Scheduling Order in the Original Stipulation is hereby amended to refer to the like provision of the Fifth Amended Scheduling Order.

12. With respect to the Parties, the provisions of the Fifth Amended Scheduling Order remain in full force and effect, except as modified by the Original Stipulation and this Amended Stipulation; provided, however, that any other concerns or objections that any Non-City Party has or may have regarding the Fifth Amended Scheduling Order are preserved and not waived and may be brought before the Court separately from this Amended Stipulation.

Dated: June 20, 2014

Respectfully submitted,

/s/ Sam J. Alberts

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CERTIFICATE OF SERVICE

I, Sam J. Alberts, hereby certify that the foregoing document was filed and served via the Court's electronic case filing and noticing system on June 20, 2014.

By: */s/ Sam J. Alberts*
Sam J. Alberts